

PRICING SUPPLEMENT

25 February 2013

THE KINGDOM OF SPAIN (the "Issuer")

Issue of USD 2,000,000,000 4.00 per cent. Notes due 2018 under a €20,000,000,000 Euro Medium Term Note Programme

This document constitutes the Pricing Supplement relating to the issue of Notes described herein. Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the "Conditions") set forth in the Offering Circular dated 13 February 2013. This Pricing Supplement contains the final terms of the Notes and must be read in conjunction with such Offering Circular.

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| 1. | (i) | Series Number: | 83 |
| | (ii) | Tranche Number: | 1 |
| 2. | | Specified Currency or Currencies: | United States Dollar (USD) |
| 3. | | Aggregate Principal Amount: | |
| | – | Tranche: | 2,000,000,000 |
| | – | Series: | 2,000,000,000 |
| 4. | (i) | Issue Price of Tranche: | 99.683 per cent. of the Aggregate Principal Amount |
| | (ii) | Net Proceeds: | USD 1,991,160,000 |
| 5. | | Specified Denominations: | USD 500,000 and integral multiples of USD 1,000 in excess thereof |
| 6. | (i) | Issue Date: | 27 February 2013 |
| | (ii) | Interest Commencement Date (if different from the Issue Date): | Issue Date |
| 7. | | Maturity Date: | 6 March 2018 |
| 8. | | Interest Basis: | 4.00 per cent. Fixed Rate
(further particulars specified below) |
| 9. | | Redemption/Payment Basis: | Redemption at par |
| 10. | | Change of Interest Basis or Redemption/ Payment Basis: | Not Applicable |
| 11. | | Put/Call Options: | Not Applicable |
| 12. | | Listing: | Luxembourg |
| 13. | | Method of distribution: | Syndicated |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

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| 14. | Fixed Rate Note Provisions | Applicable |
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(i)	Rate of Interest:	4.00 per cent. per annum payable annually in arrear
(ii)	Interest Payment Date(s):	6 March in each year up to and including the Maturity Date
(iii)	Fixed Coupon Amount(s):	USD 40 per USD 1,000 in principal amount
(iv)	Broken Amount(s):	USD 41 per USD 1,000, payable on the Interest Payment Date falling on 6 March 2014
(v)	Fixed Day Count Fraction:	30/360 (unadjusted)
(vi)	Determination Date(s):	Not Applicable
(vii)	Other terms relating to the method of calculating interest for Fixed Rate Notes:	None
15.	Floating Rate Note Provisions	Not Applicable
16.	Zero Coupon Note Provisions	Not Applicable
17.	Index Linked Interest Note Provisions	Not Applicable
18.	Dual Currency Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

19.	Issuer Call:	Not Applicable
20.	Investor Put:	Not Applicable
21.	Final Redemption Amount	Par
22.	Early Redemption Amount(s) payable on an event of default and/or the method of calculating the same (if required or if different from that set out in condition 5(D)):	Condition 5(D) applies

GENERAL PROVISIONS APPLICABLE TO THE NOTES

23.	(a) Form of Notes:	Registered Notes: Regulation S Global Note (USD 1,268,325,000 principal amount) registered in the name of a nominee for a common depositary for Euroclear and Clearstream, Luxembourg and Rule 144A Global Note (USD 731,675,000 principal amount) registered in the name of a nominee for DTC
	(b) New Global Note:	Not Applicable
24.	Additional Financial Centre(s) or other special provisions relating to Payment Dates:	Not Applicable
25.	Talons for future Coupons or Receipts to be attached to Definitive Bearer Notes (and dates on which such Talons mature):	Not Applicable
26.	Details relating to Partly Paid Notes:	Not Applicable

amount of each payment comprising the Issue Price and date on which each payment is to be made and, if different from those specified in the Temporary Global Note, consequences of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment:

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| 27. | Details relating to Instalment Notes: amount of each instalment, date on which each payment is to be made: | Not Applicable |
| 28. | Redenomination provisions: | Not Applicable |
| 29. | Other terms or special conditions: | Not Applicable |

DISTRIBUTION

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| 30. | (i) If syndicated, names of Managers: | Banco Santander, S.A.
Barclays Bank PLC
Citigroup Global Markets Limited
SG Americas Securities, LLC |
| | (ii) Stabilising Manager (if any): | Not Applicable |
| 31. | If non-syndicated, name of relevant Dealer: | Not Applicable |
| 32. | US Selling Restrictions: | Reg S Category 2/TEFRA Not Applicable |
| 33. | Additional selling restrictions: | Not Applicable |

OPERATIONAL INFORMATION

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| 34. | Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): | DTC |
| 35. | Delivery: | Delivery against payment |
| 36. | Additional Paying Agent(s) (if any): | Not Applicable |

ISIN (Reg S):	XS0895794658
ISIN (Rule 144A):	US84633PAB94
Common Code (Reg S):	089579465
Common Code (Rule 144A):	089612012
CUSIP (Rule 144A)	84633PAB9

OTHER INFORMATION

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| 37. | Ratings: | The Notes to be issued are expected to be rated as follows:

Standard & Poor's Credit Market Services Europe Limited: BBB- |
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Moody's Investors Service Ltd.: Baa3

Each of the above rating agencies is established in the European Union and registered under Regulation (EC) No 1060/2009 (as amended). As such they are included in the list of credit rating agencies published by the European Securities and Markets Authority on its website in accordance with such Regulation.

38. Intended to be held in a manner which would allow Eurosystem eligibility:

Yes.

Note that the designation "yes" simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safekeeper, and registered in the name of a nominee of one of the ICSDs acting as common safekeeper, that is, held under the NSS, and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon satisfaction of the Eurosystem eligibility criteria.

LISTING APPLICATION

This Pricing Supplement comprises the Pricing Supplement required to list the issue of Notes described herein pursuant to the €20,000,000,000 Euro Medium Term Note Programme of the Issuer.

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in this Pricing Supplement.

Signed on behalf of the Issuer:

By: 

Duly authorised